UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

GARY KOOPMANN, TIMOTHY KIDD and : VICTOR PIRNIK, Individually and on Behalf of :

All Others Similarly Situated,

No. 15 Civ. 7199 (JMF)

Plaintiffs,

v.

FIAT CHRYSLER AUTOMOBILES N.V., FCA:
US, LLC, ROLAND ISELI AND:
ALESSANDRO BALDI, AS CO-EXECUTORS:
FOR THE ESTATE OF SERGIO:
MARCHIONNE, SCOTT KUNSELMAN,
MICHAEL DAHL, STEVE MAZURE, and
ROBERT E. LEE,:

Defendants.

DECLARATION OF MARK CHERNOBY

I, Mark Chernoby, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

- 1. I am Chief Technical Compliance Officer at Fiat Chrysler Automobiles N.V. ("FCA NV"; together with its subsidiaries, "FCA"). Among other things, I am responsible for ensuring the certification and compliance of any new products entering production, and for ensuring continuing compliance for any vehicles currently in the marketplace globally.
- 2. From April 2014 to the present, I have been a member of FCA NV's Disclosure Committee. The Disclosure Committee was, and is, composed of senior representatives from various departments who review, prior to filing, documents that FCA NV is required to file with the U.S. Securities and Exchange Commission ("SEC"). The Disclosure Committee's principal role was, and is, to review FCA NV's annual reports, registration statements, and other information filed with regulators, to ensure that public disclosures are

materially accurate and complete, and fairly present FCA NV's financial condition and results of operations in all material respects.

- As a member of the Disclosure Committee, I reviewed certain portions, 3. including the "Business Overview" section, of the following documents before FCA NV filed them with the SEC: (i) Amendment No. 1 to Form F-1 (Form F-1/A) (November 13, 2014); (ii) Annual Report (Form 20-F) (March 5, 2015); and (iii) Annual Report (Form 20-F) (February 29, 2016) (together, the "SEC Filings").
- The "Business Overview" section in the SEC Filings that I reviewed 4. included the following statement (the "Statement"): "We [FCA] are substantially in compliance with the relevant global regulatory requirements affecting our facilities and products. We constantly monitor such requirements and adjust our operations to remain in compliance."
- I understood when I reviewed the Statement that it meant that while FCA 5. may not have been in compliance with each and every of the many regulations to which it is subject around the globe, it was substantially in compliance with those regulations as an overall whole.

Location: TECHNICAL COMPLIANCE Dated: 12/11/18

Mark Chernoby